

**Amendment to the Agreement
Between
ALLTEL Communications, Inc.
and
BellSouth Telecommunications, Inc.,
d/b/a AT&T Alabama, AT&T Florida, AT&T Georgia, AT&T Kentucky,
AT&T Louisiana, AT&T Mississippi, AT&T North Carolina, AT&T South Carolina
and AT&T Tennessee
Effective August 29, 2004**

Pursuant to this Amendment, (the "Amendment"), ALLTEL Communications, Inc. ("ALLTEL") and BellSouth Telecommunications, Inc., now d/b/a AT&T Alabama, AT&T Florida, AT&T Georgia, AT&T Kentucky, AT&T Louisiana, AT&T Mississippi, AT&T North Carolina, AT&T South Carolina and AT&T Tennessee (collectively, "AT&T"), hereinafter referred to collectively as the "Parties", hereby agree to amend that certain Interconnection Agreement between the Parties effective August 29, 2004 (the "Agreement").

WHEREAS, AT&T and ALLTEL entered into the Agreement effective August 29, 2004, and:

WHEREAS, the Parties desire to amend the Agreement in order to extend the term of the Agreement;

NOW THEREFORE, in consideration of the mutual provisions contained herein and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Parties hereby covenant and agree as follows:

1. The term of the Agreement shall be extended three (3) years from the initial expiration date of August 29, 2007 to August 29, 2010.
2. EXCEPT AS MODIFIED HEREIN, ALL OTHER TERMS AND CONDITIONS OF THE AGREEMENT SHALL REMAIN UNCHANGED AND IN FULL FORCE AND EFFECT.
3. In entering into this Amendment, neither Party waives, and each Party expressly reserves, any rights, remedies or arguments it may have at law or under the intervening law or regulatory change provisions in the underlying Agreement (including intervening law rights asserted by either Party via written notice predating this Amendment) with respect to any orders, decisions, legislation or proceedings and any remands thereof, which the Parties may have not yet incorporated into the Agreement or which may be the subject of further review.
4. This Amendment shall be filed with and is subject to approval by the respective State Commissions in which the Agreement has been filed and approved; this Amendment shall be effective upon approval by the respective State Commissions (the "Effective Date").

IN WITNESS WHEREOF, the Parties have executed this Agreement the day and year written below.

BellSouth Telecommunications, Inc.,
by AT&T Operations, Inc., its authorized agent.

By: Kathy Wilson-Chu
Name: Kathy Wilson-Chu
Title: Director
Date: 11/30/07

ALLTEL Communications, Inc.

By: Charles B. Chang
Name: Charles B. Chang
Title: Staff-Manager, Interconnect
Date: 11/1/2007